

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:) Chapter 11
)
) Case No. 24-11967 (JKS)
BIG LOTS, INC., <i>et al.</i> ,)
) (Jointly Administered)
Debtors. ¹)
) Obj. Deadline: 9/4/25 at 4:00 p.m. (ET)
) Hrg. Date: 9/11/25 at 1:00 p.m. (ET)
) Related to Docket Nos. 2798, 2922, 3007
)

**SUMMARY OF THIRD INTERIM FEE APPLICATION OF
MCDERMOTT WILL & SCHULTE LLP, COUNSEL TO THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS, FOR ALLOWANCE OF
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE
PERIOD FROM APRIL 1, 2025 THROUGH JUNE 30, 2025**

Name of Applicant:	McDERMOTT WILL & SCHULTE LLP
Authorized to provide professional services to:	Official Committee of Unsecured Creditors of Big Lots, Inc., <i>et al.</i>
Date of retention:	November 13, 2024, effective September 24, 2024
Period for which compensation and reimbursement are sought:	April 1, 2025 through June 30, 2025
Amount of compensation sought as actual, reasonable, and necessary:	\$722,207.00
Amount of expense reimbursement sought as actual, reasonable, and necessary:	\$6,873.63

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors' corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

Amount of compensation approved as actual, reasonable, and necessary: **\$493,094.40²**

Amount of expense reimbursement approved as actual, reasonable, and necessary: **\$6,873.63**

Amount of holdback fees sought:³ **\$144,441.40**

This is an: **Interim Fee Application**

SUMMARY OF MONTHLY FEE APPLICATIONS FOR INTERIM FEE PERIOD

MONTHLY FEE APPLICATION			REQUESTED FEES AND EXPENSES		APPROVED FEES AND EXPENSES		HOLDBACK
Application Docket No. Date Filed	CNO Date Filed Docket No.	Period Covered	Requested Fees	Requested Expenses	Approved Fees (80%)	Approved Expenses (100%)	Fees Holdback (20%)
Seventh Monthly DI 2798 5/23/25	6/24/25 DI 2908	4/1/25-4/30/25	\$368,374.50	\$6,705.97	\$294,699.60	\$6,705.97	\$73,674.90
Eighth Monthly DI 2922 6/27/25	7/21/25 DI 2891	5/1/25-5/31/25	\$247,993.50	\$167.66	\$198,394.80	\$167.66	\$49,598.70
Ninth Monthly DI 3007 7/25/25	N/A	6/1/25-6/30/25	\$105,839.00	\$0.00	Pending	Pending	\$21,167.80
Total			\$722,207.00	\$6,873.63	\$493,094.40	\$6,873.63	\$144,441.40

² If no objections are received by August 15, 2025 to McDermott Will & Schulte LLP's ninth monthly fee application [Docket No. 3007], an additional \$84,671.20 in fees will be approved.

³ Applicant seeks allowance of the 20% holdback for its seventh, eighth, and ninth monthly fee applications [Docket Nos. 2798, 2922, 3007].

**OFFICIAL COMMITTEE OF UNSECURED
CREDITORS OF BIG LOTS, INC., *ET AL.*
SUMMARY OF BILLING BY PROFESSIONAL
APRIL 1, 2025 THROUGH JUNE 30, 2025**

Name of Professional Person	Date of Bar Admission	Position with the Applicant and Practice Area	Hourly Billing Rate ⁴	Total Billed Hours	Total Compensation
Joel C. Haims	1994	Partner; Trial	\$2,015	60.6	\$122,109.00
Jared M. Gerber	2008	Partner; Trial	\$1,875	14.5	\$27,187.50
Kristin K. Going	2002	Partner; Corporate Advisory	\$1,860	7.7	\$14,322.00
David R. Hurst	1998	Partner; Corporate Advisory	\$1,860	34.8	\$64,728.00
Darren Azman	2011	Partner; Corporate Advisory	\$1,760	5.9	\$10,384.00
Stacy A. Lutkus	2003	Partner; Corporate Advisory	\$1,825	60.6	\$110,595.00
Natalie A. Rowles	2018	Associate; Corporate Advisory	\$1,445	99.3	\$143,488.50
Chris Combs	2021	Associate; Trial	\$1,395	0.6	\$837.00
Elizabeth H. Shereff	2022	Associate; Trial	\$1,270	155.0	\$196,850.00
Cristian P. Catanese	2023	Associate; Corporate Advisory	\$1,145	5.8	\$6,641.00
Joshua C. Lee	2023	Associate; Corporate Advisory	\$1,020	8.6	\$8,772.00
Rachel M. Lee	2024	Associate; Trial	\$1,020	8.2	\$8,364.00
Zenab Irfan	2025	Associate; Trial	\$895	7.2	\$6,444.00

⁴ Except as set forth below, the rate represents the current standard hourly rate of each McDermott attorney and paralegal who rendered legal services.

Name of Professional Person	Date of Bar Admission	Position with the Applicant and Practice Area	Hourly Billing Rate ⁴	Total Billed Hours	Total Compensation
Nolley M. Rainey	N/A	Paralegal; Corporate Advisory	\$550	2.7	\$1,485.00
Total				471.5	\$722,207.00

All Timekeepers Blended Hourly Rate: \$1,531.72
Attorney Blended Hourly Rate: \$1,537.38

**OFFICIAL COMMITTEE OF UNSECURED
CREDITORS OF BIG LOTS, INC., *ET AL.*
COMPENSATION BY PROJECT CATEGORY
APRIL 1, 2025 THROUGH JUNE 30, 2025**

Project Category	Total Hours	Total Fees
Case Administration	4.8	\$7,639.50
Asset Disposition	38.6	\$55,262.00
Automatic Stay	0.3	\$433.50
Meetings and Communications with Creditors	28.3	\$44,682.50
Court Hearings	9.8	\$14,181.00
Fee/Employment Applications	52.6	\$88,483.50
Contested and Litigation-Related Matters	323.7	\$489,058.00
Claims Administration/Objections	12.4	\$20,614.00
Plan/Disclosure Statement	1.0	\$1,853.00
TOTALS	471.5	\$722,207.00

**OFFICIAL COMMITTEE OF UNSECURED
CREDITORS OF BIG LOTS, INC., *ET AL.*
EXPENSE SUMMARY
APRIL 1, 2025 THROUGH JUNE 30, 2025**

Expense Category	Service Provider (if applicable)	Total Expenses
Transcripts	Veritext	\$6,625.95
Online Research	CourtAlert.com Inc.	\$247.68
TOTAL		\$6,873.63

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**THIRD INTERIM FEE APPLICATION OF McDERMOTT
WILL & SCHULTE LLP, COUNSEL TO THE OFFICIAL COMMITTEE
OF UNSECURED CREDITORS, FOR ALLOWANCE OF COMPENSATION
AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD
FROM APRIL 1, 2025 THROUGH JUNE 30, 2025**

McDermott Will & Schulte LLP (the “Applicant” or “McDermott”), counsel to the Official Committee of Unsecured Creditors (the “Committee”) of Big Lots, Inc., *et al.*, the debtors and debtors in possession (collectively, the “Debtors”) in the above-captioned chapter 11 cases (the “Chapter 11 Cases”), hereby applies (the “Interim Fee Application”), pursuant to sections 330 and 331 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Rule 2016-1 of the Local Rules of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Retained Professionals* [Docket No. 519] (the “Interim

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors’ corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

Compensation Order"),² for allowance of compensation for services rendered and reimbursement of expenses incurred during the interim period from April 1, 2025 through June 30, 2025 (the "Interim Fee Period"). In support of the Interim Fee Application, McDermott submits the Certification of Darren Azman, attached hereto as Exhibit A. In further support of the Interim Fee Application, McDermott respectfully represents as follows:

JURISDICTION AND VENUE

1. The Court has jurisdiction to consider the Interim Fee Application pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012. This is a core proceeding under 28 U.S.C. § 157(b). Venue of these cases and the Interim Fee Application in this District is proper under 28 U.S.C. §§ 1408 and 1409.

2. The legal predicates for the relief requested herein are Bankruptcy Code sections 330 and 331, Bankruptcy Rule 2016, and Local Rule 2016-1.

3. McDermott confirms its consent, pursuant to Local Rule 9013-1(f), to the entry of a final order by the Court in connection with the Interim Fee Application in the event that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

BACKGROUND

A. The Chapter 11 Cases

4. On September 9, 2024 (the "Petition Date"), the Debtors commenced the Chapter 11 Cases by filing petitions for relief under chapter 11 of the Bankruptcy Code with the Court. The Debtors continue to operate their businesses and manage their properties as debtors in

² Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Interim Compensation Order.

possession under sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in the Chapter 11 Cases.

5. On September 23, 2024, the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”) appointed the Committee under section 1102(a)(1) of the Bankruptcy Code. *See* Docket No. 248.

B. The Committee’s Retention of McDermott

6. On October 18, 2024, the Committee applied [Docket No. 552] to the Court for an order authorizing the Committee to retain and employ McDermott as its counsel, effective as of September 24, 2024. On November 13, 2024, the Court entered an order [Docket No. 1083] authorizing such retention.

C. The Interim Compensation Order

7. On October 17, 2024, the Court entered the Interim Compensation Order, which established the procedures for interim compensation and reimbursement of expenses in the Chapter 11 Cases.

RELIEF REQUESTED

8. By the Interim Fee Application, Applicant seeks interim approval and allowance of compensation for professional services rendered in the amount of \$722,207.00, and reimbursement of actual and necessary expenses incurred in the amount of \$6,873.63, during the Interim Fee Period, including any and all holdbacks. Pursuant to the Interim Compensation Order, and as detailed in the chart below, McDermott filed three monthly fee applications during the Interim Fee Period that have not been heard by the Court for interim approval [Docket Nos. 2798, 2922, 3007] (collectively, the “Monthly Applications”):

MONTHLY FEE APPLICATION			REQUESTED FEES AND EXPENSES		APPROVED FEES AND EXPENSES		HOLDBACK
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Total			\$722,207.00	\$6,873.63	\$493,094.40	\$6,873.63	\$144,441.40

9. In support of this request for the interim allowance of all fees and expenses incurred by Applicant during the Interim Fee Period, McDermott incorporates herein by reference its Monthly Applications.

NOTICE

10. As required under the Interim Compensation Order, the Interim Fee Application will be served on the Compensation Notice Parties. Moreover, notice of the hearing on the Interim Fee Application will be served on all parties that have requested notice in the Chapter 11 Cases pursuant to Bankruptcy Rule 2002.

NO PRIOR REQUEST

11. No prior request for the relief sought in the Interim Fee Application has been made to this or any other court.

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WHEREFORE, McDermott respectfully requests that the Court enter an Order:

(i) granting the Interim Fee Application and authorizing interim allowance of compensation for professional services rendered in the amount of \$722,207.00, and reimbursement for actual and necessary costs incurred in the amount of \$6,873.63, (ii) directing payment by the Debtors of the foregoing amounts, including the 20% holdback of fees, as provided for in the Interim Compensation Order, and (iii) granting such other and further relief as the Court deems just and proper.

Dated: Wilmington, Delaware
August 14, 2025

McDERMOTT WILL & SCHULTE LLP

/s/ David R. Hurst
David R. Hurst (I.D. No. 3743)
The Brandywine Building
1000 N. West Street, Suite 1400
Wilmington, Delaware 19801
(302) 485-3900
dhurst@mwe.com

- and -

Darren Azman
Kristin K. Going
One Vanderbilt Avenue
New York, New York 10017
(212) 547-5400
dazman@mwe.com
kgoing@mwe.com

*Counsel for the Official Committee
of Unsecured Creditors*